



Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

J. Gary Lane
Senior General Attorney

Writer's Direct Dial Number
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November 11, 1992

RECORDATION NO. 106427 FILED 145

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

NOV 13 1992 -3 00 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of November 10, 1992. The primary document to which this is connected is recorded under Recordation No. 10642.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

VENDOR/ASSIGNEE: United States Trust Company of New York
114 W. 47th Street
New York, New York 10036

VENDEE: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
8	100-ton Covered Hopper Cars	LO	SOU 85138, 85171 85065, 85007 85412, 85047 85087, 85388

A fee of \$16.00 is enclosed. Please return three of the original counterparts of the document, stamped with the

Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of November 10, 1992, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering eight covered hopper cars, formerly numbered SOU 85138, 85171, 85065, 85007, 85412, 85047, 85087 and 85388, changed to NS 245152-245159, respectively.

Very truly yours,

A handwritten signature in dark ink, appearing to read "J.G. Lane", with a stylized flourish at the end.

J. Gary Lane

jgl
encl.

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CSA 6/15/79

INTERSTATE COMMERCE COMMISSION
STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO EIGHT (8) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85138, 85171, 85065, 85007, 85412, 85047, 85087 AND 85388, SUBJECT TO A CONDITIONAL SALE AGREEMENT DATED AS OF JUNE 15, 1979, AMONG NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION) AND ORTNER FREIGHT CAR COMPANY, AND AN AGREEMENT AND ASSIGNMENT DATED AS OF JUNE 15, 1979, AMONG PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), ORTNER FREIGHT CAR COMPANY, AND UNITED STATES TRUST COMPANY OF NEW YORK, AS AGENT

<u>Old Road Number</u> <u>Assigned</u>	<u>New Road Number</u> <u>Assigned</u>
SOU 85138	NS 245152
SOU 85171	NS 245153
SOU 85065	NS 245154
SOU 85007	NS 245155
SOU 85412	NS 245156
SOU 85047	NS 245157
SOU 85087	NS 245158
SOU 85388	NS 245159

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 10th day of November, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: William J. R.
Vice President

ATTEST:

Dejora M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)
CITY OF NORFOLK) SS:

On this *10th* day of *November*, 1992, before me personally appeared *William J. Romig*, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.

Judy A. McLauney
Notary Public

My Commission expires: February 12, 1993.